

Exhibit 1

Stipulation

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

TZEW HOLDCO LLC, *et al.*,¹

Debtors.

JEFFREY L. BURTCH,
Chapter 7 Trustee,

Plaintiff,

-against-

TYLER ZACHEM, an individual,
DAVID BASTO, an individual,
JOHN OVERBAY, an individual,
JOHN MALLOY, an individual,
JEFFREY FRIENT, an individual,
DAVID TOLMIE, an individual,
MICHAEL SHORT, an individual, and
JEFFREY DANE, an individual,

Defendants.

Chapter 7

Case No. 20-10910 (KBO)
(Jointly Administered)

Adv. Pro. No. 22-50255 (KBO)

**SCHEDULING STIPULATION CONCERNING
THE CHAPTER 7 TRUSTEE’S ADVERSARY COMPLAINT**

This *Scheduling Stipulation Concerning The Chapter 7 Trustee’s Adversary Complaint* (this “**Stipulation**”) is entered into, by and among, Plaintiff Jeffrey L. Burtch, the Chapter 7 Trustee in the above-captioned action, not individually but solely as Chapter 7 Trustee of TZEW

¹ The Debtors in these Chapter 7 cases, along with the last four digits of each entity’s federal tax identification number and respective bankruptcy case numbers, are: (i) TZEW Holdco LLC (0252), 20-10910 (KBO); (ii) PP Group, LLC f/k/a Apex Parks Group, LLC d/b/a TZEW, LLC (5579), 20-10911 (KBO); (iii) PP Property Holdings, LLC f/k/a Apex Real Property Holdings, LLC (1013), 20-10912 (KBO); (iv) PP Parks Beverage Company, LLC f/k/a Speedzone Beverage company, LLC (2339), 20- 10913 (KBO); (v) PP Parks Holdings, LLC f/k/a Speedzone Holdings, LLC (7913), 20-10914 (KBO); (vi) PP Parks Management, LLC f/k/a Speedzone Management, LLC (2937), 20-10915 (KBO); and (vii) TZEW Intermediate Corp d/b/a TZEW Corp. (1058), 20-10916 (KBO).

Holdco LLC, *et al.* (“**Plaintiff**”), on the one hand, and Defendants: (a) Tyler Zachem; (b) David Basto; (c) John Overbay; (d) John Malloy; (e) Jeffrey Frient; (f) David Tolmie (g) Michael Short; and (h) Jeffrey Dane, on the other hand. Each person identified in the foregoing clauses (a) through (h) shall be referred to in this Stipulation as a “**Defendant**,” collectively, as “**Defendants**,” and together with Plaintiff, as “**Parties**”.

RECITALS

WHEREAS, on April 7, 2022, Plaintiff commenced the above-captioned adversary proceeding (“**Adversary Proceeding**”), pending in the United States Bankruptcy Court for the District of Delaware (“**Court**”), by filing the *Adversary Complaint for Damages and Other Relief and Demand for Jury Trial* [ECF No. 1] (“**Complaint**”);

WHEREAS, on April 8, 2022, the Clerk of the Court issued a summons in the Adversary Proceeding, which set the deadline to respond to the Complaint as May 9, 2022, and scheduled the Pre-Trial Conference for July 19, 2022, at 9:00 am (ET);

WHEREAS, Plaintiff has agreed to extend the date by which each Defendant may answer, move, or otherwise respond with respect to the Complaint to and including July 15, 2022; and

WHEREAS, each Defendant has agreed to extend the date by which Plaintiff may file a response to any answer or motion to dismiss the Complaint filed by any Defendant, or to file an amended complaint under Federal Rule of Bankruptcy Procedure 7015 and Federal Rule of Civil Procedure 15, to and including September 14, 2022.

IT IS THEREFORE STIPULATED AND AGREED:

1. The above-recitals are incorporated in and made a part of this Stipulation.

2. The date by which each Defendant may answer, move, or otherwise respond with respect to the Complaint is extended to and includes July 15, 2022.

3. The date by which Plaintiff may respond to any answer, motion to dismiss or other responsive pleading to the Complaint filed by any Defendant is extended to and includes September 14, 2022.

4. The date by which each Defendant may respond to any opposition to a motion to dismiss to the Complaint filed by Plaintiff is October 14, 2022.

5. Each undersigned counsel to the Defendants accepts service of process on behalf of each respective Defendant. The Defendants will not assert lack of service of process as a defense.

6. The deadlines set forth in this Stipulation cannot be changed other than by order of the Court or by mutual consent in writing (including by e-mail) of Plaintiff and each affected Defendant.

7. The undersigned counsel hereby represent and warrant that they have full authority to execute this Stipulation on behalf of the respective Parties and that the respective Parties have full knowledge of and have consented to this Stipulation.

8. Entry into this Stipulation shall not constitute any Defendant's consent to: (a) the Court's jurisdiction, including the Court's authority to enter final orders in the adversary proceeding, or (ii) the Court conducting a jury trial.

9. Nothing in this Stipulation shall constitute or be deemed to construe a waiver of any Defendant's (a) right to trial by jury or (b) right to move to withdraw the reference of any claim asserted in the Complaint (or any amended complaint), or the entire Adversary Proceeding.

10. Nothing in this Stipulation shall limit, restrict, or impair any defense, right, or argument that could be raised by any Defendant in a motion to dismiss under Fed. R. Civ. P. 12 or Fed. R. Bankr. P. 7012, or any defense, right, or argument that could be raised by Plaintiff in response thereto.

11. This Stipulation may be signed in counterpart originals and delivered by facsimile or email, which, when fully executed, shall constitute a single original. A facsimile or email signature delivered by portable data format (.pdf) shall be deemed an original for filing purposes.

Dated: May 2, 2022
Wilmington, Delaware

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Dated: May 2, 2022
Wilmington, Delaware

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